

SEC. 2. That all laws and clauses of laws in conflict with this Act are hereby repealed.

Conflicting laws repealed.

SEC. 3. That this Act shall be in full force and effect from and after its ratification.

In the General Assembly read three times and ratified, this the 14th day of March, 1941.

H. B. 186

## CHAPTER 195

### AN ACT TO AMEND SECTION ONE THOUSAND ONE HUNDRED AND EIGHTY-TWO OF THE CONSOLIDATED STATUTES WITH REFERENCE TO THE VOLUNTARY DISSOLUTION OF CORPORATIONS.

*The General Assembly of North Carolina do enact:*

SECTION 1. That Consolidated Statutes, Section one thousand one hundred and eighty-two be, and the same is hereby amended by striking out the last sentence in said Section, which reads as follows:

C. S. 1182, amended, as to voluntary dissolution of corporations.

“Whenever all the stockholders consent in writing to a dissolution, no meeting or notice thereof is necessary, but on filing the consent in the office of the Secretary of State he shall forthwith issue a certificate of dissolution, which shall be published as above provided, and recorded in the office of the clerk of the superior court of the county in which the principal office of the corporation is located,” and substituting in lieu thereof the following:

“Whenever all the stockholders consent in writing to a dissolution, no meeting or notice thereof is necessary, but on filing the consent in the office of the Secretary of State, he shall issue a certificate showing that such consent in writing has been filed in his office, and said certificate shall be published as above provided in cases without unanimous consent, and recorded in the office of the clerk of the superior court of the county in which the principal office of the corporation is located. Upon the filing in the office of the Secretary of State of an affidavit of the manager or publisher of the newspaper in which publication is made, showing that said certificate has been so published, the Secretary of State shall forthwith issue a certificate of dissolution of the said corporation.

Consent filed with Secretary of State.

Issuance, publication, and record of preliminary certificate of dissolution.

Issuance of final certificate.

“The Secretary of State shall withhold issuance of final certificate of dissolution of or withdrawal of any corporation, domestic or foreign, until the receipt by him of a notice from the Commissioner of Revenue to the effect that such corporation has met the requirements with respect to reports and taxes required by the Revenue Laws of the State of North Carolina.”

Final certificate withheld until compliance with Revenue Laws.